

CO-OPERATIVE FEDERATION OF VICTORIA LTD

MINUTES OF BOARD MEETING

held at Victorian Producers' Co-operative Co., Brooklyn, on

THURSDAY 12 DECEMBER 1996

70/96 PRESENT:

J. Gill
D. Griffiths
V. Hughes
G. Johnston
D. McMullan
V. Ogier
A. Gill Secretary

71/96 ELECTION OF CHAIRMAN:

The secretary took the chair and called for nominations for a director to act as chairman of the Federation over the coming year. One nomination was received.

Resolved

"That John Gill be elected Chairman of the Board for the coming year."

Mr. Gill took the chair and welcomed the new director, Mr. Geoff Johnston.

72/96 APOLOGIES:

K. Chester, B. Harford

Resolved

"That the apologies be accepted."

73/96 MINUTES PREVIOUS MEETING:

Resolved

"The minutes of the Board meetings held on 17 October, 1996 be confirmed as a true and correct record of that meeting and be duly signed by the Chairman."

74/96 BUSINESS ARISING FROM MINUTES:

Co-operative Opportunities Project

Vern Hughes reported that the third discussion paper on health co-operatives is nearing completion, and that he has had discussions with YCW Co-operative Society regarding health insurance services for the co-operative sector.

Strategy working party

The secretary reported that the working party is considering a paper on the status of the current services of the Federation, and will produce an indicative strategy for the next board meeting.

Image of co-operatives

The secretary reported that the Co-operatives Council of Australia has considered the Federation's paper on the image of co-operatives, and that the Co-operative Federation of Queensland offered to develop the proposal further. The board asked the secretary to follow up the progress of the initiative.

75/96 CORRESPONDENCE:

Incoming and outgoing correspondence was tabled.

Resolved

"That incoming correspondence be received and outgoing correspondence be approved."

76/96 MEMBERSHIP:

Applicants for membership

The secretary advised that four applications for membership have been received since the last Board meeting.

Resolved

"That the following co-operatives be approved for membership of the Federation and the accompanying shares allotted:

<i>Name of applicant</i>	<i>Shares to be allotted</i>
<i>Architeam Co-operative Ltd</i>	<i>476 to 480</i>
<i>Geelong Radio Cabs Co-operative Ltd</i>	<i>481 to 485</i>
<i>Hopetoun Community Hotel Co-operative Society Ltd.</i>	<i>486 to 490</i>
<i>Muslim Community Co-operative (Australia) Ltd</i>	<i>491 to 495."</i>

Member delegates

Resolved

"That the following delegate be accepted pursuant to the rules:

<i>Name of Nominee</i>	<i>Member Co-operative</i>
<i>Mr. Errol Phelan</i>	<i>Architeam Co-operative Ltd</i>
<i>Ms. Helen Morton</i> <i>(replacing Ms. A Snow)</i>	<i>Skye Children's Co-operative Ltd."</i>

Unfinancial members

The secretary advised that the following members had not paid their 1995/96 annual subscription and, pursuant to Rule 12 of the Federation's Rules, ceased their membership of the Federation on 30 June, 1996. The secretary recommended that the ceased members' shares be cancelled.

Unfinancial members (cont)***Resolved***

"That the shares of the following co-operatives be cancelled:

<i>Co-operative</i>	<i>Shares to be cancelled</i>
<i>Apollo Bay Fishermen's Co-operative Ltd</i>	<i>246 to 250</i>
<i>Australian Co-operative Media Enterprises Ltd</i>	<i>261 to 265</i>
<i>Ballarat Taxis Co-operative Ltd</i>	<i>281 to 285</i>
<i>Bendigo Trading Co-operative Ltd</i>	<i>96 to 100</i>
<i>Community Work Society Co-operative Ltd</i>	<i>86 to 90</i>
<i>Ensa No 3 Co-operative Housing Society Ltd</i>	<i>366 to 370</i>
<i>Goldfields Community Radio Co-operative Ltd</i>	<i>201 to 205</i>
<i>Lakes Entrance Fishermen's Co-operative Ltd</i>	<i>31 to 35</i>
<i>Manchester Unity Savings & Loans Society</i>	<i>276 to 280</i>
<i>Mitta & Kiewa Valley's A.B. Co-operative Ltd</i>	<i>211 to 215</i>
<i>Mullawingee Jojoba Co-operative Ltd</i>	<i>226 to 230</i>
<i>Northern Herd Development Co-operative Ltd</i>	<i>171 to 175</i>
<i>Orbost A.B. Co-operative Ltd</i>	<i>181 to 185</i>
<i>Peagrowers Co-operative Ltd</i>	<i>251 to 255</i>
<i>Pivot Limited</i>	<i>21 to 25</i>
<i>Robinvale Producers' Co-operative Co. Ltd</i>	<i>61 to 65</i>
<i>Security Co-operative Permanent Building Society</i>	<i>1 to 5</i>
<i>Snowy River Seed Co-operative Ltd</i>	<i>341 to 345</i>
<i>Swinburne Bookshop Co-operative Ltd</i>	<i>301 to 305</i>
<i>Terang & District Co-operative Society Ltd</i>	<i>176 to 180</i>
<i>The Co-operative Insurance Company of Australia Ltd</i>	<i>26 to 30</i>
<i>The Federation of Co-op Housing Societies of Vic</i>	<i>236 to 240</i>
<i>The North Eastern Co-operative Society Ltd</i>	<i>56 to 60</i>
<i>Upper Murray A.B. Co-operative Ltd</i>	<i>196 to 200</i>
<i>Warrnambool Co-operative Society Ltd</i>	<i>36 to 40</i>
<i>Wombat Co-operative Ltd</i>	<i>396 to 400</i>
<i>Yinnar Community Hotel Co-operative Ltd</i>	<i>126 to 130."</i>

77/96 FINANCIAL REPORT:**Profit and loss statement etc**

The year to date and November profit & loss statement, balance sheet and bank balance at 30 November, 1996 were received.

Resolved

"That the financial reports be adopted."

Member subscriptions

The secretary reported that, to the date, 17 members have paid \$14,750 in annual subscriptions. The board asked the secretary to forward a reminder to those members who have not paid the subscription at 31 December.

Accounts payable

The secretary tabled a list of accounts for October/November for payment.

Resolved

"That the accounts as appended be approved for payment."

Term deposits

The secretary advised that after seeking the approval of the chairman, he rolled over IOOF term deposits 202644 and 214634 for further terms of 180 days.

Resolved

"The Board endorses the secretary's action of rolling over the both IOOF term deposits 202644 and 214634 for further terms of \$180 days."

Government grant

The secretary reported that a request for the grant has been made to the Office of Business Affairs, and that the funds have not yet been received.

Budget for expenditure of grant funds

The secretary advised that he was awaiting the receipt of the grant before preparing a budget for the expenditure of the funds applied for. The board asked the secretary to prepare a budget on the basis of the expenditure required for the 1996/97 financial year.

78/96 ANNUAL GENERAL MEETING:

The secretary reported that 18 delegates and 24 persons attended the annual general meeting and dinner respectively.

79/96 STATE GOVERNMENT REPORT:**Co-operatives legislation**

The secretary reported that the Co-operatives bill has passed through both houses of the Victorian parliament with bi-partisan support, and advised that the bill is likely to become law before July, 1997. The secretary also reported that he had met with the Shadow Minister for Consumer Affairs to gain the ALP's support for the bill.

The secretary further reported that the other states and territories have agreed to substantially adopt the Victorian bill, and that the Commonwealth has agreed to amend the Corporations law to allow the new national co-operative scheme to work.

Resolved

"That the secretary write to the Minister for Fair Trading thanking her for proceeding with the Co-operatives bill and to the Shadow Minister for Consumer Affairs thanking him for the ALP's support for the bill."

Promotion of the new Co-operatives Act.

The secretary reported that he is awaiting advice from the Office of Business Affairs on the role that the Federation could play in promoting the new act before submitting a proposal to the board.

Registrar's Annual Report

The secretary reported that he had received a telephone call from the Office of Business Affairs advising that the officer who prepares the Registrar's annual report has been on extended sick leave, and has not completed the reports.

80/96 SECRETARY'S REPORT:

Tasks performed October/November

The secretary advised that the tasks performed during August and September will be forwarded to directors after the meeting.

Co-operative curriculum in schools

Swinburne University

The secretary reported that he had written to Mr John Morieson of Swinburne University advising of the Federation's support for his initiative in developing a subject on co-operative management.

Minister for Tertiary Education and Training

The secretary reported that he had sent a letter to the Minister, the Hon. Phil Honeywood MLA seeking his support for the Federation to be represented on relevant training advisory boards.

1996 Key Issues Conference

The secretary reported that he attended the conference in Sydney on the Federation's behalf, and that the conference was a success with 320 co-operators in attendance.

Co-operatives Council of Australia

The secretary gave a report on the Council meeting held in Sydney on 23 October. The main issues discussed included co-operatives legislation, the proposed repeal of s.120(1)(c) of the Tax Act by the Federal Government and competition policy. The secretary also reported that the Council was interested in the Federation's proposal for an E-Mail information service, and asked for a more detailed proposal for the next Council meeting.

81/96 GENERAL BUSINESS:

Appointment of solicitor to the Federation

Following a presentation by Steven Kunstler of Corrs Chambers Westgarth to the board in October, a proposal has been received from Mr Kunstler for Corrs Chambers Westgarth to act as the Federation's solicitor.

Resolved

"That the Federation appoint Corrs Chambers Westgarth ("CCW") as its solicitors to achieve its objectives and to provide legal advice in accordance with the letter from CCW dated 4 December 1996 tabled at this meeting, such appointment to be effective from the closure of this meeting AND to that effect, the Chairman be authorised to sign and return to CCW a copy of the tabled letter."

Internet news service

David Griffiths tabled a proposal for an E-Mail news service.

Resolved

"That the board endorses and supports the Co-operativeNI proposal."

Federal tax review

The secretary advised that, following the unexpected decision of the Federal Government to repeal s.120(1)(c) of the Tax Act, that the Australian co-operative movement should be prepared for any future federal taxation review, which may occur in the second term of the Howard Government.

Resolved

"That the secretary advise the Co-operatives Council of Australia that the Federation wishes the issue of a review of federal tax laws be discussed at the next meeting of the Council, and for the secretary to prepare a draft terms of reference for a future review by the Council of co-operative tax concessions."

Vacancies in the office of director

The secretary advised that there are two vacancies on the board, and that Graeme Andrews, Manager of South Gippsland Artificial Breeders Co-operative Ltd, has expressed interest in attending a board meeting as an observer before deciding whether or not to accept the position of a director of the Federation. The board asked the secretary to invite Graeme Andrews to the next board meeting.

Annual awards for co-operatives

Vern Hughes suggested that the Federation investigate the giving of awards to co-operatives at annual general meetings.

Resolved

"That the Strategy Working Party investigate the giving of awards to co-operatives, for Vern Hughes to join the Working Party, and for the secretary to raise the matter of awards with the Co-operatives Council of Australia at its next meeting."

82/96 **NEXT MEETING:**

Resolved

"That the next ordinary Board meeting be held at VPC Wool Store, Brooklyn on Thursday 20 February, 1997 commencing at 10.30 am."

83/96 CLOSE:

The meeting closed at 12.00 pm.

Signed Date:/...../ 1997
(Chairman)